

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

PURDUE PHARMA L.P., *et al.*,

Debtors.¹

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

AFFIDAVIT AND DISCLOSURE STATEMENT OF AMANDA S. KITTS,
ON BEHALF OF NELSON MULLINS RILEY & SCARBOROUGH LLP

STATE OF SOUTH CAROLINA)
) s.s.:
COUNTY OF RICHLAND)

Amanda S. Kitts, being duly sworn, upon her oath, deposes and says as follows:

1. I am a Partner of Nelson Mullins Riley & Scarborough LLP, located at 1320 Main Street, 17th Floor, Columbia, South Carolina, 29201 (the "**Firm**").

2. Purdue Pharma L.P. and its affiliates that are debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), have requested that the Firm provide services to the Debtors, and the Firm has consented to provide such services (the "**Services**").

3. The Services include, but are not limited to, the following: representing Purdue Pharma L.P., Purdue Pharma Inc., and The Purdue Frederick Company, Inc. in an action currently pending in the Richland County, South Carolina Court of Common Pleas captioned as *The State of South Carolina, ex rel. Alan Wilson, in his official capacity as Attorney General of the State of*

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

South Carolina v. Purdue Pharma L.P., Purdue Pharma Inc., and The Purdue Frederick Company, Inc. and designated as Civil Action No. 2017-CP-40-04872 and in an action currently pending in the Wake County, North Carolina General Court of Justice, Superior Court Division captioned as *The State of North Carolina, ex rel. Joshua H. Stein, Attorney General v. Purdue Pharmaceuticals L.P.; Purdue Pharma Inc.; Purdue Pharma of North Carolina, L.P.; Purdue Pharma Technologies Inc.; Purdue Pharma Manufacturing L.P.; Purdue Pharma Manufacturing (New York) Inc.; and The Purdue Frederick Company* and designated as Case Number 18-cv-6051.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, such person's attorneys, or such person's accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

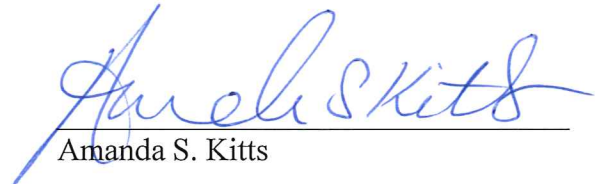
5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than principals and regular employees of the Firm.

6. Neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest materially adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.


7. As of the commencement of this chapter 11 case, the Debtors owed the Firm \$3,883.50 in respect of prepetition services rendered to the Debtors.

8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of this inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Affidavit and Disclosure Statement was executed on December 20, 2019, at Columbia, South Carolina.


Amanda S. Kitts

SWORN TO AND SUBSCRIBED before
Me this 20th day of December, 2019


Notary Public
State of South Carolina
My Commission Expires: 5-13-2025

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SOUTHERN DISTRICT OF NEW YORK**

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Debtors.²

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(Jointly Administered)

RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by Purdue Pharma L.P. and its affiliates that are debtors and debtors in possession in the above-captioned cases (collectively, the "**Debtors**").

All questions must be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of professional:

Amanda S. Kitts
Nelson Mullins Riley & Scarborough LLP
1320 Main Street, Suite 1700 (29211)
P.O. Box 11070
Columbia, SC 29201

2. Date of retention: The Debtors engaged Nelson Mullins Riley & Scarborough LLP ("**Nelson Mullins**") as counsel in approximately January 2013, and Nelson Mullins has been providing the Debtors with legal services from that date forward. Most recently, the Debtors retained Nelson Mullins in approximately August 2017 to represent them in an action currently pending in the Richland County, South Carolina Court of Common Pleas captioned as *The State of South Carolina, ex rel. Alan Wilson, in his official capacity as Attorney General of the State of South Carolina v. Purdue Pharma L.P., Purdue Pharma Inc., and The Purdue Frederick Company, Inc.* and designated as Civil Action No. 2017-CP-40-04872, and in an action currently pending in the Wake County, North Carolina General Court of Justice, Superior Court Division captioned as *The State of North Carolina, ex rel.*

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Joshua H. Stein, Attorney General v. Purdue Pharmaceuticals L.P.; Purdue Pharma Inc.; Purdue Pharma of North Carolina, L.P.; Purdue Pharma Technologies Inc.; Purdue Pharma Manufacturing L.P.; Purdue Pharma Manufacturing (New York) Inc.; and The Purdue Frederick Company and designated as Case Number 18-cv-6051 (collectively, the “**Lawsuit**”).

3. Type of services to be provided: Nelson Mullins will provide legal services to the Debtors.
4. Brief description of services to be provided: Nelson Mullins will serve as local counsel to the Debtors in the Lawsuit, and will provide all services related thereto, including but not limited to drafting and serving pleadings and attending all hearings and depositions consistent with its role as local counsel.
5. Arrangements for compensation (hourly, contingent, etc.): Hourly
 - a. Average hourly rate (if applicable): \$450.00
 - b. Estimated average monthly compensation based on prepetition retention (if company was employed prepetition): \$19,000.00
6. Prepetition claims against the Debtors held by the company:
 - a. Amount of claim: \$3,883.50
 - b. Date claim arose: September 9, 2019 through September 14, 2019
 - c. Nature of claim: Work-in-Process for Legal Services
7. Prepetition claims against the Debtors held individually by any member, associate, or employee of the company: Not applicable.
8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the professional is to be employed: Not applicable.
9. Disclose whether the professional currently represents any of the Debtors’ existing shareholders, including trusts, beneficiaries, companies, affiliates, family members and any similar related parties (together, the “**Shareholder Parties**”), and/or any entity owned or controlled by any Shareholder Party (in each case other than any Debtor), and whether any Shareholder Party or any entity owned or controlled by any Shareholder Party (other than any Debtor) accounted for more than 1% of the professionals’ annual revenue for any of the last five years. If so, describe what ethical walls or other protections are in place with regard to the concurrent representations: Not Applicable.
10. Name and title of individual completing this form: Amanda S. Kitts, Partner

Dated: December 20, 2019